



# PUBLIC NOTICE

**Federal Communications Commission**  
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Washington, D.C. 20554

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**DA 23-1014**  
**Released: October 26, 2023**

**DOMESTIC SECTION 214 APPLICATION GRANTED FOR  
THE TRANSFER OF CONTROL OF MILLENNIUM TELECOM, L.L.C.  
D/B/A ONESOURCE COMMUNICATIONS**

**WC Docket No. 22-31**

By this Public Notice, the Wireline Competition Bureau grants, as conditioned, the application filed by Ubiquity DFW, LP, (Ubiquity DFW), Generate-Ubiquity Holdings, LLC (AssetCo), and Millennium Telcom, L.L.C., d/b/a OneSource Communications (Millennium) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules,<sup>1</sup> requesting consent for the transfer of control of Millennium from Ubiquity DFW Aggregator, LP (Parent) to AssetCo.<sup>2</sup>

On December 2, 2022, the Bureau released a public notice seeking comment on the Application.<sup>3</sup> The Bureau did not receive comments or petitions in opposition to the Application.

AssetCo, a Delaware limited liability company, is ultimately controlled by Generate Capital, PBC (Generate), a Delaware public benefit corporation.<sup>4</sup> Applicants state that AssetCo and its affiliates do not hold a 10% or greater interest in any telecommunications provider.<sup>5</sup> The 10% or greater interest holders of Generate are AustralianSuper Pty Ltd as Trustee of AustralianSuper (26%), an Australian pension

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<sup>1</sup> See 47 U.S.C. § 214; 47 CFR §§ 63.03-04.

<sup>2</sup> Application for Consent to the Transfer of Control of Millennium Telcom, L.L.C. to Generate-Ubiquity Holdings, LLC, WC Docket No. 22-31 (filed Jan. 21, 2022) (Application). Applicants filed supplements to the Application on February 8, 2022, February 16, 2022, and November 15, 2022. See Letter from Barry A. Friedman, Counsel to Ubiquity DFW, LP, and Kemal Hawa, Counsel to Generate-Ubiquity Holdings, LLC, WC Docket No. 22-31 (filed Feb. 8, 2022) (Feb. 8 Supplement); Letter from Barry A. Friedman, Counsel to Ubiquity DFW, LP, and Kemal Hawa, Counsel to Generate-Ubiquity Holdings, LLC, WC Docket No. 22-31 (filed Feb. 16, 2022) (Feb. 16 Supplement); Letter from Barry A. Friedman, Counsel to Ubiquity DFW, LP, and Kemal Hawa, Counsel to Generate-Ubiquity Holdings, LLC, WC Docket No. 22-31 (filed Nov. 15, 2022) (Nov. 15 Supplement). Applicants also filed an application for the transfer of international and wireless authorizations and a petition for declaratory ruling to permit foreign ownership of the proposed controlling U.S. parent, Generate-Ubiquity Holdings, LLC, to exceed the 25% benchmarks in section 310(b)(4) of the Act, 47 U.S.C. § 310(b)(4). Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

<sup>3</sup> *Domestic Section 214 Application Filed for the Transfer of Control of Millennium Telcom, L.L.C. D/B/A OneSource Communications, LLC*, WC Docket No. 22-31, Public Notice, DA 22-1250 (WCB 2022) (*Public Notice*).

<sup>4</sup> *Id.* at 3.

<sup>5</sup> Feb. 8 Supplement at 1.

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fund, and QIC Limited (24%), an Australian investment firm.<sup>6</sup> QIC Limited is wholly-owned by the Queensland, Australia state government.<sup>7</sup>

Pursuant to the terms of an equity purchase agreement by and among Parent, Ubiquity DFW, and AssetCo, prior to filing the Application, AssetCo purchased 24% of the outstanding equity interest of Ubiquity DFW from Parent, and Ubiquity DFW issued to AssetCo a convertible promissory note (Note).<sup>8</sup> The Applicants are seeking approval for the conversion of the Note into 73.5% of the issued and outstanding equity interests of Ubiquity DFW and the cancellation of all the equity interests in Ubiquity DFW then held by Parent for no additional consideration, which would occur simultaneously with the conversion of the Note.<sup>9</sup> AssetCo will thereby hold “97.5% of the limited partnership interests and a 100% of the general partnership interests, of Ubiquity DFW.”<sup>10</sup> As a result of the transaction, Millennium would become an indirect subsidiary of AssetCo.<sup>11</sup>

On December 7, 2022, The U.S. Department of Justice notified the Commission that the Committee for the Assessment of Foreign Participation in the United State Telecommunications Services Sector (Committee) was reviewing the Application.<sup>12</sup> The Commission deferred action on the Application in response to the Committee’s request. On October 18, 2023, the National Telecommunications and Information Administration (NTIA) submitted a Petition to Adopt Conditions to Authorizations and Licenses (Petition) on behalf of the Committee.<sup>13</sup> In the Petition, NTIA advises the Commission that it has no objection to the Commission granting the Applications “provided that the Commission conditions its approval on the assurance of Millennium Telcom, L.L.C., d/b/a OneSource Communications (“OneSource”); Ubiquity DFW, LP (“Ubiquity DFW”); and Generate-Ubiquity Holdings, LLC (“Generate-Ubiquity Holdings”) (collectively, the “Companies”) to abide by the commitments and undertakings set forth in the October 3, 2023, Letter of Agreement (LOA).”<sup>14</sup>

In accordance with the request of NTIA, and in the absence of any objection from the Applicants, we grant the Petition, and, accordingly, we condition grant of the transfer of domestic section 214 authority on compliance by the Applicants with the commitments and undertakings set out in the LOA that apply to the Application.<sup>15</sup> A failure to comply with and/or remain in compliance with any of the

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<sup>6</sup> Application at 17. Applicants state that AssetCo is a member-managed entity and has two classes of equity, Class A membership interests and Class B membership interests described further in the Application and supplements. *Id.* at 14; Feb. 16 Supplement at 1; Nov. 15 Supplement at 2. Applicants provided additional information regarding AssetCo’s post-consummation ownership. Application at 13-21; Feb. 8 Supplement at Attach. (Post-Closing Structure Chart); Feb. 16 Supplement at 1; Nov. 15 Supplement at Attach. (Post-Closing Structure Chart).

<sup>7</sup> Application at 17.

<sup>8</sup> *Id.* at 2, 5.

<sup>9</sup> *Id.* Applicants also state that a conversion of Ubiquity DFW from a Delaware limited partnership to a Delaware limited liability company by AssetCo will take place after the conversion of the Note and cancellation of the equity interest in Ubiquity then held by Parent. *Id.*

<sup>10</sup> Nov. 15 Supplement at 8.

<sup>11</sup> Application at 1-2, 5; Feb. 8 Supplement at Attach. (Post-Closing Structure Chart).

<sup>12</sup> Letter from Megan K. Fluckiger, Attorney Advisor, U.S. Department of Justice, to Marlene H. Dortch, Federal Communications Commission, WC Docket No. 22-31 (filed Dec. 7, 2022).

<sup>13</sup> Petition to Adopt Conditions to Authorizations and License, WC Docket No. 22-31 (filed Oct. 18, 2023) (Petition); IBFS File Nos. ISP-PDR-20220219-00002, ITC-T/C-20220121-00015 (filed Sept. 8, 2023).

<sup>14</sup> Petition at 2.

<sup>15</sup> *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations, et al.*, WT Docket No. 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10732-33, para. 349 (2019); *Rules and Policies on Foreign*

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provisions of the LOA shall constitute a failure to meet a condition of this grant and the underlying authorizations and thus grounds for declaring the underlying domestic 214 authorizations terminated without further action on the part of the Commission. Failure to meet a condition of this grant and the authorizations may also result in monetary sanctions or other enforcement action by the Commission.

We find, upon consideration of the record, that the proposed transfer will serve the public interest, convenience, and necessity.<sup>16</sup> This grant of the Application and Petition is conditioned as set out in this Public Notice.

Pursuant to section 214(a) of the Act, 47 U.S.C. § 214(a) and sections 0.91, 0.291, 63.03, and 63.04 of the Commission's rules, 47 CFR §§ 0.91, 0.291, 63.03, and 63.04, we grant the Application and the Petition with the condition described above. Pursuant to section 1.103 of the Commission's rules, 47 CFR § 1.103, the consent granted herein is effective upon the release of this Public Notice. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 CFR §§ 1.106, 1.115, may be filed within 30 days of the date of this Public Notice.

For further information, please contact Dennis Johnson, Wireline Competition Bureau, (202) 418-0809.

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*Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities*, IB Docket No. 97-142, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 23918-21, paras. 59-66 (1997), recon. denied, 15 FCC Rcd 18158 (2000) (affirming that in opening the U.S. telecommunications market to foreign entry in 1997, the Commission would consider national security, law enforcement, foreign policy, and trade policy concerns related to reportable foreign ownership as part of its overall public interest review of applications for international section 214 authority, submarine cable landing licenses, and declaratory rulings to exceed the foreign ownership benchmarks of section 310(b) of the Act).

<sup>16</sup> See 47 U.S.C. § 214(a); 47 CFR § 63.03.